

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

IN RE NORTHWEST AIRLINES CORP.

X SHIRA A. SCHEINDLIN, U.S.D.J.:

This is an appeal by General Foods Credit Corporation (“GFCC”) from the bankruptcy proceeding of Northwest Airlines. GFCC appeals the bankruptcy court’s approval of settlements of claims filed by BAE Systems (Funding One), Ltd. (“BAE”) that relate to certain aircraft leases entered into by BAE, Northwest Airlines, and GFCC. On December 4, 2007, this Court dismissed the appeal without prejudice on the ground that the bankruptcy court had not yet addressed GFCC’s conflicting claims as to those leases.

BAE, one of the appellees, now moves for reconsideration on the ground that the bankruptcy court held that its approval of BAE’s claims does not estop GFCC from pursuing its own claims. However, Northwest Airlines, another appellee, continues to argue before the bankruptcy court that GFCC is estopped from pursuing its claim on the leases because of the bankruptcy court’s approval of the settlement with BAE. Further, regardless of the preclusive effect of the earlier ruling, issues relating to the leases cannot be fully resolved until the

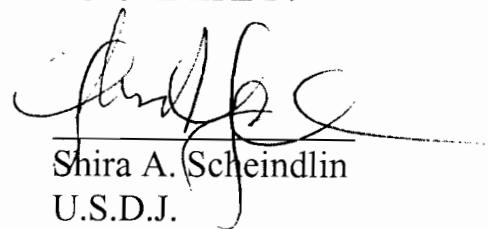
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ORDER

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bankruptcy court has addressed GFCC's claim. Therefore, BAE's motion for reconsideration is denied. The Clerk of the Court is directed to close this motion (documents no. 28 and 30 on the docket sheet).

SO ORDERED:



Shira A. Scheindlin
U.S.D.J.

Dated: New York, New York
February 20, 2008

- Appearances -

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